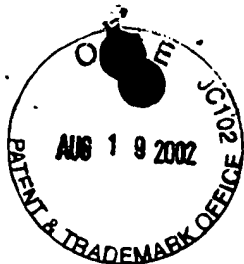


Docket No. 3499-097



COPY OF PAPERS
ORIGINALLY FILED

#3

DECLARATION AND POWER OF ATTORNEY

As below named inventors, We hereby declare that:

My residence, post office address and citizenship are as stated below next to my name,

I believe I am the original, first and joint inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled:

METHOD AND SYSTEM FOR VENTURE CAPITALIST DISTRIBUTION OF STOCK

the specification of which (check one) is:

☐ attached hereto

☒ was filed on January 11, 2002

as Application Serial No. 10/043,554

and amended on _____ (if applicable).

☐ was described and claimed in PCT Application No.

filed on _____ and amended under Article 19 on _____

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose all information I know to be material to patentability in accordance with Title 37, Code of Federal Regulation, § 1.56.

I hereby claim priority benefits under Title 35, United States Code § 119 of any application(s) for patent or inventor's certificate listed below and have also identified below any application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

<u>Serial Number</u>	<u>Country</u>	<u>Filing Date</u>	<u>Priority Claimed</u> <u>(Y/N)</u>
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I hereby claim the benefit under Title 35, United States Code, § 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code § 112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, § 1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application:

<u>Serial Number</u>	<u>Filing Date</u>	<u>Status</u>
60/261,131	January 11, 2000	expired

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

And I hereby appoint:

John E. Kidd	Reg. No. 19,916	John T. Johnson	Reg. No. 37,363
Victor Siber	Reg. No. 25,149	Frank C. Cimino	Reg. No. 39,945
Margaret B. Kelley	Reg. No. 29,181	Gerard P. Norton	Reg. No. 36,621
Philip E. Roux	Reg. No. 31,295	Mitchell S. Feller	Reg. No. 42,530
Michael J. Pantuliano	Reg. No. 18,971	David F. Ries	Reg. No. 43,046
James V. Mahon	Reg. No. 41,966	Charles S. Kwalwasser	Reg. No. 47,728
Joseph Levi	Reg. No. 41,152	Ira J. Schaefer	Reg. No. 26,802
Victor J. Geraci	Reg. No. 38,157	Steven J. Lever	Reg. No. 46,871
C. Joseph Laughon, II	Reg. No. 31,389	Drew M. Wintringham	Reg. No. 31,894
Leora Ben-Ami	Reg. No. 32,455	Ernest Yakob	Reg. No. 45,893
Robert D. Schaffer	Reg. No. 33,775	Russell DeClerck	Reg. No. 46,364
Michael M. O'Shea	Reg. No. 35,631	Mark Rueh	Reg. No. 43,896
Joel N. Bock	Reg. No. 36,456	Neer Gupta	Reg. No. 40,628
Dona C. Edwards	Reg. No. 42,507		

all of the firm of Clifford Chance Rogers & Wells LLP, 200 Park Avenue, New York, New York 10166-0153, my attorney with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith.

Address all communications to:

Mitchell S. Feller, Esq.
Clifford Chance Rogers & Wells LLP
200 Park Avenue, New York, NY 10166
(212) 878-8545

Wherefore I request that Letters Patent be granted to me for the invention or discovery described and claimed in the foregoing specification and claims, and I hereby subscribe my name to the foregoing specification and claims, declaration, power of attorney, and this petition.

Full name of inventor # 1	John K. Brixius		
Inventor's signature		Date	
Residence	New York, NY		
Citizenship	United States		
Post Office Address	231 East 76 th Street, Apt. #8A, New York, NY 10021		

Full name of inventor # 2	James G. Schaadd		
Inventor's signature		Date	
Residence	Marlboro, NJ		
Citizenship	United States		
Post Office Address	8 Pembroke Court, Marlboro, NJ 07746-1226		

Full name of inventor # 3	David W. George		
Inventor's signature		Date	
Residence	New York, NY		
Citizenship	United States		
Post Office Address	210 East 31 st Street, Apt. 3F, New York, NY 10016		

Full name of inventor # 4	Robert J. Dent		
Inventor's signature		Date	
Residence	Palo Alto, CA		
Citizenship	United States		
Post Office Address	837 Cowper Street, Apt. #D , Palo Alto, CA 94301		



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And I hereby appoint:

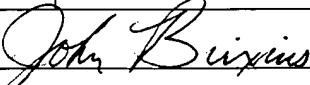
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Victor Siber	Reg. No. 25,149	Frank C. Cimino	Reg. No. 39,945
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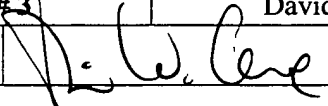
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Full name of inventor # 1	John K. Brixius		
Inventor's signature		Date	3/19/02
Residence	New York, NY		
Citizenship	United States		
Post Office Address	231 East 76 th Street, Apt. #8A, New York, NY 10021		

Full name of inventor # 2	James G. Schaad		
Inventor's signature		Date	
Residence	Marlboro, NJ		
Citizenship	United States		
Post Office Address	8 Pembroke Court, Marlboro, NJ 07746-1226		

Full name of inventor # 3	David W. George		
Inventor's signature		Date	3/24/2002
Residence	New York, NY		
Citizenship	United States		
Post Office Address	210 East 31 st Street, Apt. 3F, New York, NY 10016		

Full name of inventor # 4	Robert J. Dent		
Inventor's signature		Date	
Residence	Palo Alto, CA		
Citizenship	United States		
Post Office Address	837 Cowper Street, Apt. #D , Palo Alto, CA 94301		

Full name of inventor # 2	James G. Schaad		
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Residence	Marlboro, NJ		
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Inventor's signature		Date	
Residence	New York, NY		
Citizenship	United States		
Post Office Address	210 East 31 st Street, Apt. 3F, New York, NY 10016		

Full name of inventor # 4	Robert J. Dent		
Inventor's signature	<i>Robert J. Dent</i>	Date	4/9/02
Residence	Palo Alto, CA		
Citizenship	United States		
Post Office Address	837 Cowper Street, Apt. #D, Palo Alto, CA 94301		